

Effective 5/12/2015

Part 4 Governance

11-13-401 Application.

- (1) Except as provided in Subsection (2), and notwithstanding any other provision of law, this part applies to a governing authority created under this chapter.
- (2) This part does not apply to:
 - (a) a taxed interlocal entity, as defined in Section 11-13-602; or
 - (b) a project entity.

Amended by Chapter 382, 2016 General Session

11-13-402 Governance -- Powers of governing authority.

- (1) If an interlocal agreement does not establish an interlocal entity to conduct the joint or cooperative undertaking, the joint or cooperative undertaking shall be administered by a joint administrator established in accordance with the interlocal agreement and Section 11-13-207.
- (2) If an interlocal entity has been established to conduct the joint or cooperative action, the interlocal entity shall be governed by a governing board as established in the interlocal agreement.
- (3) A governing board:
 - (a) shall manage and direct the business and affairs of the interlocal entity; and
 - (b) has and may exercise a power or perform a function as provided in the interlocal agreement and this chapter that is necessary to accomplish the interlocal entity's purpose unless otherwise specified by this chapter or the interlocal agreement, including the following:
 - (i) delegate to an interlocal entity employee or officer the authority to exercise a power or to perform a function of the interlocal entity;
 - (ii) control or direct litigation to which the interlocal entity is a party or in which it is otherwise involved;
 - (iii) adopt bylaws for the orderly functioning of the governing board;
 - (iv) adopt and enforce rules and regulations for the orderly operation of the interlocal entity or for carrying out the interlocal entity's purposes; and
 - (v) establish and impose fees for services provided by the interlocal entity.
- (4) Each member of a governing board has and owes a fiduciary duty to the interlocal entity at large.
- (5)
 - (a) Unless otherwise provided in the interlocal agreement, a governing board:
 - (i) shall elect from its board members a chair; and
 - (ii) subject to Subsection (5)(b), may elect other officers as the board considers appropriate.
 - (b)
 - (i) One person may not hold the office of chair and treasurer, treasurer and clerk, or clerk and chair.
 - (ii) Unless otherwise provided in the interlocal agreement:
 - (A) an officer serves at the pleasure of the governing board; and
 - (B) the governing board may designate a set term for each office.

Enacted by Chapter 265, 2015 General Session

11-13-403 Annual compensation -- Per diem compensation -- Participation in group insurance plan -- Reimbursement of expenses.

- (1)
 - (a) A member of a governing authority may receive compensation for service on the governing authority, as determined by the governing authority.
 - (b) The governing authority determining the amount of compensation under this Subsection (1) shall:
 - (i) establish the compensation amount as part of the interlocal entity's or joint or cooperative undertaking's annual budget adoption;
 - (ii) specifically identify the annual compensation of each governing authority member in the tentative budget; and
 - (iii) approve the annual compensation at the public meeting at which the budget is adopted.
 - (c)
 - (i) If authorized by the interlocal agreement and as determined by the governing authority, a member of the governing authority may participate in a group insurance plan provided to employees of the interlocal entity on the same basis as employees of the interlocal entity.
 - (ii) The amount that the interlocal entity pays to provide a governing authority member with coverage under a group insurance plan shall be included as part of the member's compensation for purposes of Subsection (1)(b).
 - (d) The amount that an interlocal entity pays for employer contributions for Medicare and Social Security, if a member of the governing authority is treated as an employee for federal tax purposes, does not constitute compensation under Subsection (1)(a) or (b).
 - (e) A governing authority member who is appointed by a public agency may not receive compensation for governing authority service unless the public agency annually approves the governing authority member's receipt of the compensation after an analysis of the duties and responsibilities of service on the governing authority.
- (2) In addition to the compensation provided under Subsection (1), the governing authority may elect to allow a member to receive per diem and travel expenses for up to 12 meetings or activities per year in accordance with:
 - (a) Section 63A-3-106;
 - (b) Section 63A-3-107; or
 - (c) a rule adopted by the Division of Finance pursuant to Sections 63A-3-106 and 63A-3-107.

Enacted by Chapter 265, 2015 General Session

11-13-404 Quorum of the governing authority -- Meetings of the governing authority.

- (1)
 - (a)
 - (i) Except as provided in Subsection (1)(b) or in the interlocal agreement creating the interlocal entity or joint or cooperative undertaking, a majority of the governing authority constitutes a quorum for the transaction of governing authority business, and action by a majority of a quorum constitutes action of the governing authority.
 - (ii) An otherwise valid action of the governing authority is not made invalid because of the method chosen by the governing authority to take or memorialize the action.
 - (b) Except as limited or required by the interlocal agreement creating the interlocal entity or joint or cooperative undertaking, a governing authority may adopt bylaws or other rules that require

more than a majority to constitute a quorum or that require action by more than a majority of a quorum to constitute action by the governing authority.

(2) The governing authority shall hold such regular and special meetings as the governing authority determines at a location that the governing authority determines.

(3)

(a) Each meeting of the governing authority shall comply with Title 52, Chapter 4, Open and Public Meetings Act, regardless of whether an interlocal entity or joint or cooperative undertaking is supported in whole or part by tax revenue.

(b) Subject to Title 52, Chapter 4, Open and Public Meetings Act, a governing authority shall:

(i) adopt rules of order and procedure to govern a public meeting of the governing authority;

(ii) conduct a public meeting in accordance with the rules of order and procedure described in Subsection (3)(b)(i); and

(iii) make the rules of order and procedure described in Subsection (3)(b)(i) available to the public:

(A) at each meeting of the governing authority; and

(B) on the interlocal entity or joint or cooperative undertaking's public website, if available.

Enacted by Chapter 265, 2015 General Session